

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION

In re:

23ANDMEHOLDING CO., *et al.*,
Debtors.

The State of Arizona, ex rel. Kristin K. Mayes, the Attorney General; Office of the Attorney General, State of Colorado; State of Connecticut; District of Columbia, Office of the Attorney General; State of Florida, Office of the Attorney General, Department of Legal Affairs; Office of the Illinois Attorney General; The Commonwealth of Kentucky, ex rel. Russell Coleman, Attorney General; State of Louisiana; State of Maine; Michigan Attorney General, *ex rel.* the People of the State of Michigan; State of Minnesota, by its Attorney General, Keith Ellison; New Hampshire Office of the Attorney General, Consumer Protection Division; New Mexico Department of Justice; New York State Attorney General's Office; State of North Carolina; Ohio Attorney General; The State of Oregon, by and through its Attorney General Dan Rayfield; The State of South Carolina ex rel. Alan Wilson, in his official capacity as Attorney General of the State of South Carolina; State of Utah, Office of the Utah Attorney General; State of Vermont; Commonwealth of Virginia, *ex rel.* Jason S. Miyares, Attorney General; Washington Attorney General Nick Brown; Office of the West Virginia Attorney General; State of Wisconsin

Movants,

v.

23ANDME HOLDING CO., *et al.*,¹
Respondents.

§ Chapter 11

§
§ Case No. 25-40976

§
§ (Jointly Administrated)

§
§ Hon. Brian C. Walsh
§ U.S. Bankruptcy Judge

§ **Response Deadline:** April 29, 2025
§ **Hearing Date:** April 29, 2025
§ **Hearing Time:** 1:30 p.m. (CST)
§ **Hearing Location:**
§ Thomas F. Eagleton U.S. Courthouse
§ 111 S. 10th Street
§ Courtroom 5 North
§ St. Louis, MO 63102

¹ A complete list of Debtors in these chapter 11 cases may be obtained on the website of the Debtors' claims and noticing agent at <https://restructuring.ra.kroll.com/23andMe>. The Debtors' service address for purposes of these chapter 11 cases is: 870 Market Street, Room 415, San Francisco, CA 94102.

THE STATES' MOTION TO EXPEDITE HEARING AND NOTICE OF HEARING

WARNING: THIS MOTION SEEKS AN ORDER THAT MAY ADVERSELY AFFECT YOU. IF YOU OPPOSE THE MOTION, YOU SHOULD IMMEDIATELY CONTACT THE MOVING PARTY TO RESOLVE THE DISPUTE. IF YOU AND THE MOVING PARTY CANNOT AGREE, YOU MUST FILE A RESPONSE AND SEND A COPY TO THE MOVING PARTY. YOU MUST FILE AND SERVE YOUR RESPONSE BY APRIL 29, 2025. YOUR RESPONSE MUST STATE WHY THE MOTION SHOULD NOT BE GRANTED. IF YOU DO NOT FILE A TIMELY RESPONSE, THE RELIEF MAY BE GRANTED WITHOUT FURTHER NOTICE TO YOU. IF YOU OPPOSE THE MOTION AND HAVE NOT REACHED AN AGREEMENT, YOU MUST ATTEND THE HEARING. THE DATE IS SET OUT ABOVE. UNLESS THE PARTIES AGREE OTHERWISE, THE COURT MAY CONSIDER EVIDENCE AT THE HEARING AND MAY DECIDE THE MOTION AT THE HEARING.

REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEYS.

COMES NOW, The State of Arizona, ex rel. Kristin K. Mayes, the Attorney General; Office of the Attorney General, State of Connecticut; District of Columbia, Office of the Attorney General; State of Florida, Office of the Attorney General, Department of Legal Affairs; Office of the Illinois Attorney General; State of Louisiana; State of Maine; Michigan Attorney General, *ex rel.* the People of the State of Michigan; New Hampshire Office of the Attorney General, Consumer Protection Division; New Mexico Department of Justice; New York State Attorney General's Office; State of North Carolina; Ohio Attorney General; The State of South Carolina *ex rel.* Alan Wilson, in his official capacity as Attorney General of the State of South Carolina; State of Utah, Office of the Utah Attorney General; State of Vermont; Commonwealth of Virginia, *ex rel.* Jason S. Miyares, Attorney General; Washington Attorney General Nick Brown; Office of the West Virginia Attorney General; State of Wisconsin² by and through Abigail R. Ryan, Bankruptcy Counsel, National Association of Attorneys General, and by the State of Colorado, by and through Senior Assistant Attorney General, Robert Padjen; by The Commonwealth of Kentucky, *ex rel.* Russell Coleman, Attorney General, by and through Assistant Attorney General, Christopher D.

² Hereinafter, the "States" or "NAAG Client States" and together with the State of Colorado, Commonwealth of Kentucky, State of Minnesota, and the State of Oregon, by and through its Attorney General Dan Rayfield, "the States."

Hunt; by the State of Minnesota, by its Attorney General, Keith Ellison; and by the State of Oregon, by and through Senior Assistant Attorney General, Justin D. Leonard, and files this *Motion to Expedite Hearing*, and states as follows:

I. OVERVIEW

1. Currently pending before this Court is the Debtors' *Motion for Entry of an Order (I) Approving Bidding Procedures for the Sale of the Debtors' Assets, (II) Scheduling Certain Dates and Deadlines with Respect Thereto, (III) Approving the Form and Manner of the Notice Thereof, (IV) Approving Procedures Regarding Entry Into Stalking Horse Agreement(s), if any, (V) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases, (VI) Authorizing the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances, (VII) Approving Procedures for the Sale, Transfer, or Abandonment of De Minimis Assets, and (VIII) Granting Related Relief*³ in which, among other things, the Debtors seek approval from this Court to auction off the Debtors' assets, including over 15 million consumers' genetic data.

2. Also pending before this Court is the Debtors' *Motion for Entry of an Order (I) Appointing an Independent Customer Data Representative and (II) Granting Related Relief*,⁴ the State of Texas's *Motion for Order Appointing a Consumer Privacy Ombudsman Under 11 U.S.C. §§ 105(a), 332, and 363(b)(1) and Notice of Hearing*⁵, and the United States Trustee's *(I) Motion For Appointment Of Consumer Privacy Ombudsman Or, In The Alternative, Appointment Of An Examiner And (II) Objection To Debtors' Motion For Appointment Of Independent Customer Data Representative*.⁶

3. On April 15, 2025, the NAAG Client States, the State of Colorado, The

³ Dkt. No. 30. Hereinafter "Bidding Procedures Motion."

⁴ Dkt. No. 169. Hereinafter "Debtors' Motion."

⁵ Dkt. No. 181. Hereinafter "Texas's Motion."

⁶ Dkt. No. 195. Hereinafter "UST's Motion."

Commonwealth of Kentucky, ex rel. Russell Coleman, Attorney General; the State of Minnesota, by its Attorney General, Keith Ellison; and the State of Oregon filed their *Motion for the Appointment of a Consumer Protection Ombudsman and a Security Examiner Pursuant to 11 U.S.C. Sections 105(a), 332, 336(b)(1), and Federal Rule of Bankruptcy Procedure 6004(G) and Notice of Hearing*.⁷

4. Currently, this Court is set to hear arguments on the Debtors' Motion, Texas's Motion, and the UST's Motion on April 29, 2025, at 1:30 PM CT, and the States file this Motion to Expedite so that the States' Motion may be considered at that hearing.

II. JURISDICTION AND VENUE

5. This Court has jurisdiction to consider this motion pursuant to 28 U.S.C. §§ 157 and 1334 and rule 9.01(B) of the Local Rules of the United States District Court for the Eastern District of Missouri. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

6. Venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

III. RELIEF REQUESTED

7. The States move this Court under 11 U.S.C. § 105(a) and Local Rule of Procedure 9013-2(A) to schedule an expedited hearing on the States' Motion.

8. Specifically, the Debtors' Bidding Procedures Motion sets out a very fast timeline by which the Debtors seek to sell all their assets, including over 15 million consumers' genetic data and personally identifiable data, with a proposed bid deadline of May 7, 2025, an auction date of May 14, 2025, and a sale hearing date of June 17, 2025.⁸

9. Because of the 2023, 23andMe data breach, and because the Debtors' privacy policies do not clearly allow for this sale, the States' Motion seeks the appointment of a Consumer Privacy Ombudsman and a Security Examiner to ensure that any sale will comply with the

⁷ Dkt. No. 239 Hereinafter "States' Motion."

⁸ Dkt. No. 125.

applicable state laws, and that the Debtors' security measures in place are sufficient to protect this data.

10. Due to the Debtors' expedited sales timeline, and the highly sensitive and unique nature of the assets being sold, the States seek to have a Consumer Privacy Ombudsman and a Security Examiner appointed as quickly as possible to preserve consumers' privacy and preserve the security in these assets.

11. As such, the States request that the States' Motion be heard on April 29, 2025, at 1:30 PM CT.

IV. NOTICE

12. As required by docket 131 the *Interim Order (I) Establishing Certain Notice, Case Management, and Administrative Procedures, and (II) Granting Related Relief*, notice is hereby given that copies of the proposed order granting the relief requested herein will be made available on the website of the Debtors' claims and noticing agent at <https://restructuring.ra.kroll.com/23andMe>.

V. PRAYER

WHEREFORE, the States respectfully ask that this Court grant this *Motion to Expedite* and set the hearing on the States' Motion for April 29, 2025, at 1:30 PM CT, and for any other relief that this Court finds the States entitled.

Date: April 15, 2025,

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Signature Page Follows)*

RESPECTFULLY SUBMITTED,

FOR MOVANT NAAG CLIENT STATES

/S/ ABIGAIL R. RYAN

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STATE OF LOUISIANA

STATE OF MAINE

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NEW HAMPSHIRE OFFICE OF THE ATTORNEY GENERAL,
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OHIO ATTORNEY GENERAL

THE STATE OF SOUTH CAROLINA EX REL. ALAN WILSON

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FOR MOVANT STATE OF COLORADO

/S/ ROBERT PADJEN

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/S/ CHRISTOPHER D. HUNT

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/S/ JUSTIN D. LEONARD

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COUNSEL FOR THE STATE OF OREGON

CERTIFICATE OF SERVICE

I certify that a true and correct copy of the foregoing document was filed electronically on April 15, 2025, with the United States Bankruptcy Court and has been served on the parties in interest via e-mail by the Court's CM/ECF System as listed on the Court's Electronic Mail Notice List.

I further certify that a true and correct copy of the foregoing document was served via email on April 15, 2025, on the parties listed in the Master Service List attached at Exhibit A and on April 16, 2025, a true and correct copy of the foregoing was served via United States Mail on those parties listed in the Master Service List that did not have an email address and are not a Movant herein.

/s/Abigail R. Ryan

Abigail R. Ryan